

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

NORTHWEST MOUNTAIN FINANCIAL, INC.

File number C 108284

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: November 14, 1994



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]*

ARTICLES OF INCORPORATION

Nov 14 4 59 PM '94

OF

SECRETARY OF STATE

NORTHWEST MOUNTAIN FINANCIAL, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for this corporation:

I.

The name of this corporation shall be Northwest Mountain Financial, Inc.

II.

The period of existence and duration of the life of this corporation shall be perpetual.

III.

The address of the initial registered office of this corporation is 30 Knob Hill, McCall, Idaho 83638. The name of the initial registered agent at such address is Rex Kerr.

IV.

The nature of the business and the object and purpose of this corporation shall be as follows:

The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V.

That the total authorized number of par value shares of this corporation shall be 1,000 shares, with a par value of \$.01 each, which said shares shall be common stock and shall not be subject to assessment.

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VI.

The name and post office address of each incorporator is as follows:

<u>Name</u>	<u>Address</u>
Jeffrey W. Pusch	P.O. Box 1539 702 W. Idaho, 10th Fl. Boise, Idaho 83701

VII.

The first Board of Directors shall consist of two (2) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the Bylaws.

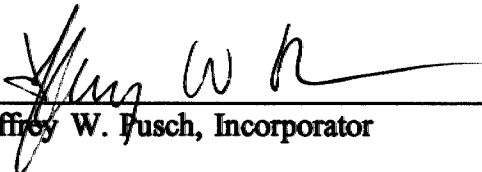
The following persons are named directors of the corporation to serve until their successors are elected and qualified:

<u>Name</u>	<u>Address</u>
Rex Kerr	30 Knob Hill, McCall, ID 83638
Candace Kerr	30 Knob Hill, McCall, ID 83638

VIII.

All or any meetings of the shareholders, or of the Board of Directors, may be held within or without the State of Idaho.

IN WITNESS WHEREOF, I have signed duplicate originals of these Articles of Incorporation this 14th day of November, 1994.



Jeffrey W. Pusch, Incorporator

STATE OF IDAHO)
) ss.
County of Ada)

On this 14 day of Nov., 1994, before me, the undersigned, a notary public in and for said state, personally appeared Jeffrey W. Pusch, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Arnette Turner
Notary Public for Idaho
Residing at Boise, ID
Commission Expires 4-11-96